

STATE OF ILLINOIS     )  
                              )  
COUNTY OF COOK        ) SS.

RECORDATION NO. 6814-28

Filed & Recorded

SEP 7 1973 -12 40 PM

INTERSTATE COMMERCE COMMISSION

C E R T I F I C A T E

The undersigned, Helen Joy Krug, a Notary Public  
in and for said County, states that she compared the attached copy  
of the Bill of Sale dated the 31st day of August, 1973,  
from Union Tank Car Company to The First National Bank of Chicago  
with the original document, and certifies that it is a true and  
correct copy in all respects.

IN WITNESS WHEREOF, the undersigned has hereunto affixed  
her signature and notarial seal this 31st day of August,  
1973.

Helen Joy Krug  
Notary Public

BILL OF SALE

Union Tank Car Company

to

The First National Bank of Chicago, as Trustee  
under Equipment Trust Agreement dated as of  
September 15, 1972

KNOW ALL MEN BY THESE PRESENTS, that for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable considerations, the receipt whereof is hereby acknowledged, Union Tank Car Company, a Delaware corporation (herein the "Company"), has sold, assigned, transferred, set over and delivered, and by these presents does hereby sell, assign, transfer, set over and deliver, unto The First National Bank of Chicago, as Trustee under that certain Equipment Trust Agreement dated as of September 15, 1972 (the "Trust Agreement"), between the Company and said The First National Bank of Chicago, 259 railroad cars (herein the "cars"), each identified with the initials UTLX (unless otherwise indicated), and more fully described in Schedule A attached hereto and hereby incorporated herein and made a part hereof.

The Company hereby warrants title to the cars is free from all liens and encumbrances (including any leasehold interest therein) other than the rights of the Company under the Trust Agreement.

TO HAVE AND TO HOLD the cars unto The First National Bank of Chicago, Trustee, and its successors and assigns, forever.

IN WITNESS WHEREOF, Union Tank Car Company has caused this instrument to be duly executed by its proper corporate officers thereunto duly authorized and its corporate seal to be hereunto affixed and attested this 31st day of August, 1973.

UNION TANK CAR COMPANY

By A. B. Browder  
Vice President

(CORPORATE SEAL)

ATTEST:

W. B. Moore  
Assistant Secretary

STATE OF ILLINOIS)  
                          )  
COUNTY OF COOK      ) SS.

On this 31st day of August, 1973, before me a Notary Public in and for said County, personally appeared W. B. Browder and W. B. Moore, to me personally known, who being by me duly sworn did say that they are a Vice President and an Assistant Secretary, respectively, of Union Tank Car Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and said W. B. Browder and W. B. Moore acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
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Notary Public

My Commission Expires July 10, 1976

DESCRIPTION OF TRUST EQUIPMENT

<u>Number of Cars</u>	<u>Serial Numbers From - Through (Inclusive)</u>	<u>Capacity U. S. Gallons</u>	<u>A.A.R. Mechanical Designation</u>
1	29403	33,800	TP
1	29462	33,800	TP
35	46014 - 46048	20,000	TM
16	58046 - 58061	20,000	TM
3	59686 - 59688	20,000	TM
1	59691	20,000	TM
1	59699	20,000	TM
1	73036	22,800	TMI
1	73038	22,800	TMI
2	73043 - 73044	22,800	TMI
1	73050	22,800	TMI
1	73052	22,800	TMI
1	73056	22,800	TMI
3	73061 - 73063	22,800	TMI
1	73067	22,800	TMI
1	73073	22,800	TMI
3	73075 - 73077	22,800	TMI
1	73087	22,800	TMI
1	73090	22,800	TMI
3	73220 - 73222	22,800	TMI
3	73224 - 73226	22,800	TMI
1	73240	22,800	TMI
5	73242 - 73246	22,800	TMI
4	73248 - 73251	22,800	TMI
2	73253 - 73254	22,800	TMI
2	73264 - 73265	22,800	TMI
4	73412 - 73416	23,500	TMI
99	SUB-TOTAL		

DESCRIPTION OF TRUST EQUIPMENT

<u>Number of Cars</u>	<u>Serial Numbers From - Through (Inclusive)</u>	<u>Capacity U.S. Gallons</u>	<u>A.A.R. Mechanical Designation</u>
1	28299	23,000	TP
1	28301	23,000	TP
25	30316 - 30340	33,600	TP
2	30342 - 30343	33,600	TP
1	30346	33,600	TP
10	41983 - 41992	20,000	TM
2	47449 - 47450	30,000	TM
1	47452	30,000	TM
1	47454	30,000	TM
1	47457 - 47461	30,000	TM
1	47464	30,000	TM
1	47467	30,000	TM
28	58493 - 58520	20,000	TM
8	58523 - 58530	23,000	TM
8	58541 - 58548	23,000	TM
2	75655 - 75656	23,000	TMI
1	75658	23,000	TMI
1	75696	23,000	TMI
2	75703 - 75704	23,000	TMI
1	75706 - 75712	23,000	TMI
2	75714 - 75715	23,000	TMI
1	75718 - 75731	23,000	TMI
1	75733	23,000	TMI
1	75736	23,000	TMI
1	76271	23,000	TMI
1	76279	23,000	TMI
1	76295	23,000	TMI
1	76341	23,000	TMI
1	76369	23,000	TMI
1	76384	23,000	TMI
1	76386	23,000	TMI
1	76396	23,000	TMI
1	76401	23,000	TMI
1	76408	23,000	TMI
1	76416	23,000	TMI
1	76428	23,000	TMI
1	76431	23,000	TMI
1	76443	23,000	TMI
2	76457 - 76458	23,000	TMI
1	76464	23,000	TMI
1	76487	23,000	TMI
1	76513	23,000	TMI
1	76543	23,000	TMI
1	76548	23,000	TMI
1	76627	23,000	TMI
2	76659 - 76660	23,000	TMI
1	76668	23,000	TMI
1	76694	23,000	TMI

<u>Number of Cars</u>	<u>Serial Numbers From - Through (Inclusive)</u>	<u>Capacity U. S. Gallons</u>	<u>A.A.R. Mechanical Designation</u>
1	76702	23,000	TMI
1	76712	23,000	TMI
1	76729	23,000	TMI
1	76746	23,000	TMI
1	76777	23,000	TMI
1	76819	23,000	TMI
2	78477 - 78478	23,000	TMI
160	SUB-TOTAL		
259	TOTAL		